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CHINA HEALTHWISE HOLDINGS LIMITED

中國智能健康控股有限公司

(Formerly known as “Haier Healthwise Holdings Limited
海爾智能健康控股有限公司”)

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 348)

COMPLETION OF PLACING OF NEW SHARES UNDER GENERAL MANDATE

Placing Agent

 **KINGSTON SECURITIES**

Reference is made to the announcements of China Healthwise Holdings Limited (the “**Company**”) dated 11 May 2017 and 24 May 2017 respectively (the “**Announcements**”) in relation to, among others, the placing of new shares of the Company under general mandate. Capitalised terms used in this announcement shall have the same meanings as those defined in the Announcements unless otherwise stated.

COMPLETION OF PLACING

The Board is pleased to announce that all the conditions set out in the Placing Agreement have been fulfilled and completion of the Placing took place on 12 June 2017. The Placing Agent has successfully placed 819,914,000 Placing Shares at the Placing Price of HK\$0.14 per Placing Share to not less than six Placees.

To the best of the Directors’ knowledge, information and belief, and having made all reasonable enquiries, the Placees and their respective ultimate beneficial owners are independent of the Company and its connected persons (as defined in the Listing Rules). None of the Placees nor their associates has become a substantial shareholder (as defined under the Listing Rules) of the Company immediately after completion of the Placing.

The Placing Shares were issued pursuant to the General Mandate. The net proceeds from the Placing was approximately HK\$110 million. The Company currently intends to apply: (i) approximately HK\$95 million of the proceeds from the Placing on future investment opportunities; and (ii) approximately HK\$15 million of the proceeds from the Placing as general working capital required for the development of the trading and retail business of 參茸 (Sum Yung) and dried seafood products in Hong Kong following the acquisition of Nam Pei Hong as disclosed in the Company’s announcement dated 29 March 2017 and the Company’s circular dated 9 June 2017.

EFFECT ON THE SHAREHOLDING STRUCTURE OF THE COMPANY

The shareholding structure of the Company (a) immediately before completion of the Placing; and (b) immediately after completion of the Placing are as follows:

Shareholders	Immediately before completion of the Placing		Immediately after completion of the Placing	
	<i>No. of Shares held</i>	<i>Approximate %</i>	<i>No. of Shares held</i>	<i>Approximate %</i>
Eternity Finance Group Limited (<i>Note 1</i>)	800,000,000	12.74	800,000,000	11.27
Lung Cheong Investment Limited (<i>Note 2</i>)	775,332,240	12.34	775,332,240	10.92
Mr. So Chi Ming	363,636,363	5.79	363,636,363	5.12
Placees	–	–	819,914,000	11.55
Other public Shareholders	4,342,425,757	69.13	4,342,425,757	61.14
Total	<u>6,281,394,360</u>	<u>100.00</u>	<u>7,101,308,360</u>	<u>100.00</u>

Notes:

1. Eternity Finance Group Limited is indirectly wholly-owned by Eternity Investments Limited, the shares of which are listed on the Main Board of the Stock Exchange (stock code: 764).
2. Lung Cheong Investment Limited is wholly-owned by Rare Diamond Limited, which is beneficially owned as to 70% by Mr. Leung Lun, M.H., who is a former executive Director, and 30% by Mr. Leung Chung Ming, who is the brother of Mr. Leung Lun, M.H.

By order of the Board
China Healthwise Holdings Limited
Lei Hong Wai
Chairman and Executive Director

Hong Kong, 12 June 2017

As at the date of this announcement, the executive Directors are Mr. Lei Hong Wai (Chairman), Mr. Leung Alex (Vice Chairman), Mr. Tse Chi Keung, Mr. Lee Chan Wah and Ms. Lo Ming Wan; the non-executive Director is Mr. Diao Yunfeng; and the independent non-executive Directors are Mr. Wong Tak Chuen, Mr. Lai Hok Lim and Mr. Lien Wai Hung.